

E-File: May 11, 2009

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[Proposed] Attorneys for Debtors and
 Debtors in Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:
 THE RHODES COMPANIES, LLC, aka
 "Rhodes Homes," et al.,¹
 Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

Affects:

Hearing Date: June 5, 2009

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

<input checked="" type="checkbox"/>	All Debtors
<input type="checkbox"/>	Affects the following Debtor(s)

Hearing Time: 1:30 p.m.
Courtroom 1

**NOTICE OF APPLICATION FOR ORDER UNDER SECTION 327(a) OF THE
BANKRUPTCY CODE AUTHORIZING THE LIMITED EMPLOYMENT AND
RETENTION OF JEFF BARCY AS FINANCIAL CONSULTANT TO THE DEBTORS
AND DEBTORS IN POSSESSION *NUNC PRO TUNC* TO THE PETITION DATE**

PLEASE TAKE NOTICE that on May 11, 2009, the above-captioned debtors and debtors in possession (the "Debtors") filed with the Court an application (the "Application") to employ Jeff Barcy as financial consultant, for the time period from March 31, 2009 through April 10, 2009, his last day of work, to perform the following services in connection with these chapter 11 cases (the "Cases"):

- (a) Assist the Debtors in preparing detailed financial analyses and cash flow projections;
- (b) Work directly with the Debtors' management to develop and implement strategic and working capital plans to maximize recovery for creditors;
- (c) Advise the Debtors in evaluating their post-petition financial alternatives;
- (d) Interact with lenders' due diligence firms to provide information related to the Debtors and their operations; and
- (e) Provide other appropriate general consulting advice.

PLEASE TAKE FURTHER NOTICE that a copy of the above-referenced Application is on file with and available from the clerk of the United States Bankruptcy Court for the District of Nevada, Foley Federal Building, 300 S. Las Vegas Blvd., Las Vegas, Nevada 89101; via the bankruptcy court's website at www.nvb.uscourts.gov (a PACER account is required); through the Debtors' claims agent's website: www.omnimgt.com/rhodes; or by calling (866) 989-6144.

PLEASE TAKE FURTHER NOTICE that, subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, the United States Trustee Guides, and this Court's rules, the Debtors propose to pay Mr. Barcy a prorated amount of his \$41,667 monthly compensation for the period March 31, 2009 through April 10, 2009, his last day of work.

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PLEASE TAKE FURTHER NOTICE that prior to the date of the filing of the Cases (the "Petition Date"), Mr. Barcy received a retainer (the "Retainer") in these cases in the amount of \$30,000. During the twelve months prior to the Petition Date, Mr. Barcy received \$206,236.29 in the aggregate from the Debtors, including the Retainer and reimbursed expenses. The Debtors do not owe Mr. Barcy any monies as of the Petition Date. Mr. Barcy is currently holding a Retainer in the amount of \$30,000, which he will apply against the fees and expenses he is awarded pursuant to his first and final fee application when approved by the Court, with the remainder to be returned to the Debtors.

PLEASE TAKE FURTHER NOTICE that Mr. Barcy intends to submit a first and final fee application pursuant to the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules of the United States Bankruptcy Court for the District of Nevada and this Court's Orders. Mr. Barcy understands that his compensation in the Cases is subject to the prior approval of this Court. No compensation will be paid except upon application to and approval by this Court after notice and a hearing in accordance with sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016.

PLEASE TAKE FURTHER NOTICE that any opposition to the requested relief must be filed and served pursuant to Local Rule 9014(d)(1). If an objection is not timely filed and served, the relief requested may be granted without a hearing pursuant to LR 9014(d)(3).

If you object to the relief requested, you *must* file a WRITTEN response to this pleading with the court. You *must* also serve your written response on the person who sent you this notice.

If you do not file a written response with the court, or if you do not serve your written response on the person who sent you this notice, then:

- The court may *refuse* to allow you to *speak* at the scheduled hearing; and
- The court may *rule against you* without formally calling the matter at the hearing.

1 **PLEASE TAKE FURTHER NOTICE** that this hearing may be continued from time to
2 time without further notice except for the announcement of any adjourned dates and time at the
3 above noticed hearing or any adjournment thereof.

4 **DATED** this 11th day of May, 2009.

LARSON & STEPHENS

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6 /s/ Zachariah Larson, Esq.
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